

Division of Corporations

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P 15000098673

Florida Department of State  
Division of Corporations  
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Email Address: jerry@diversifiedcorp.com

MERGER OR SHARE EXCHANGE  
GEORGE FAKHIR, INC.

Certificate of Status	0
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Page Count	05
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**ARTICLES OF MERGER**  
**(Profit Corporations)**

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
GEORGE FAKHIR, INC.	FLORIDA	P15000098673

**Second:** The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
GEORGE FAKHIR INC.	NEW YORK	943725
GEORGE FAKHIR, INC.	FLORIDA	P15000098673

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**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**OR** \_\_\_\_/\_\_\_\_/\_\_\_\_ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**Fifth:** Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)  
The Plan of Merger was adopted by the shareholders of the surviving corporation on DECEMBER 10, 2015

The Plan of Merger was adopted by the board of directors of the surviving corporation on \_\_\_\_\_ and shareholder approval was not required.

**Sixth:** Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)  
The Plan of Merger was adopted by the shareholders of the merging corporation(s) on DECEMBER 10, 2015

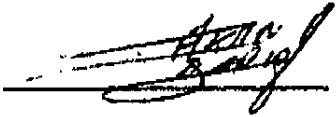
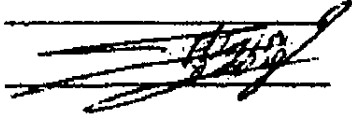
The Plan of Merger was adopted by the board of directors of the merging corporation(s) on \_\_\_\_\_ and shareholder approval was not required.

(Attach additional sheets if necessary)

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**Seventh: SIGNATURES FOR EACH CORPORATION**

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
GEORGE FAKHIR, INC. [A FL CORP., SURVIVOR]		GEORGE FAKHIR, CEO
GEORGE FAKHIR INC. [A NY CORP., ]		GEORGE FAKHIR, CEO

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**PLAN OF MERGER**  
(Non Subsidiaries)

The following plan of merger is submitted in compliance with Section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

GEORGE FAKHIR INC., a New York Corporation  
into  
GEORGE FAKHIR, INC., a Florida Corporation, the Survivor

This Plan of Merger is agreed to between George Fakhir Inc., a New York corporation and George Fakhir, Inc., a Florida corporation. The parties agree as follows:

1. George Fakhir Inc., a NY corp., shall merge into George Fakhir, Inc., a FL corp., the Survivor.

2. Each outstanding share of George Fakhir Inc., shall be converted to a share of George Fakhir, Inc., at the rate of 1:1.

3. The Certificate of Incorporation of George Fakhir, Inc., as in effect immediately prior to the effective date of the merger, shall remain the Certificate of Incorporation of George Fakhir, Inc.

4. The Bylaws of George Fakhir, Inc., as in effect immediately prior to the effective date of the merger, shall remain the Bylaws of George Fakhir, Inc.

5. The directors and officers of George Fakhir, Inc., immediately prior to the effective date of the merger shall remain the directors and officers of George Fakhir, Inc.

6. Upon consummation of the merger, George Fakhir, Inc., a FL corp., the Survivor, shall succeed, without other transfer, to all the rights and property of George Fakhir Inc., a NY corp., and shall be subject to all the debts, liabilities and obligations of George Fakhir Inc., a NY corp., in the same manner as if incurred by George Fakhir, Inc., a FL corp., the Survivor.

7. All rights of creditors and all liens and trusts upon or arising from the property of George Fakhir, Inc., a FL corp., the Survivor, and George Fakhir Inc., a NY corp., shall be preserved unimpaired, providing that the liens and trust obligations upon property of George Fakhir Inc., a NY corp., shall be limited to the property affected thereby immediately prior to the time the merger is effective.

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8. Any action or proceeding pending by or against George Fakhir Inc., a NY corp., may be prosecuted to judgment, which shall bind George Fakhir, Inc, a FL corp., the Survivor, or George Fakhir, Inc., a FL corp., the Survivor, may be proceeded against or substituted in its place.

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